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1 Q So in the instances in this particular bonus we're talking  
2 about in this case was there money ear-marked for a safety  
3 specialist's bonus for Mr. Zuber, if you know?  
4 A No. You mean specifically to Ron Zuber?  
5 Q Well, or for, if you had 20 specialists, there was a pot  
6 of money to be....  
7 A No. Here's how it works, let me help you out. The end of  
8 the year comes, we get January, February, whatever time  
9 frame, we look at how much money we may have earned as a  
10 corporation from an incentive through our O&M work with  
11 the -- ARCO at the time, or Conoco Phillips. We look at  
12 how much money we make on our risk/reward projects. We  
13 pool that money together and then we -- in a pretty simple  
14 calculation we look at how much we can put into the pool.  
15 Really, the monies that come from risk/reward were  
16 originally targeted to be -- as management we targeted to  
17 split 50/50 corporation/employees, we'd throw it in the  
18 pool. In later years we end up putting it -- more of it  
19 into the pool because we weren't earning as much -- I  
20 mean, we were getting squeezed by the oil companies to not  
21 put as much -- they were not willing to give us any  
22 additional incentive money, they wanted -- they actually  
23 wanted to do away with the bonus all together. We would  
24 take it, pretty simple, whatever the dollars were over the  
25 denominator of how many employees, X, and -- some

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1 variation to that, and -- and give -- and they come out  
2 with whatever that number is and then that would be paid  
3 out to the employees.  
4 Q Okay, if -- after Zuber left I assume he was replaced by  
5 somebody else?  
6 A I wasn't at the job -- I wasn't in Kuparuk at the time,  
7 but yeah, I assume, yeah.  
8 Q Would that new person have received that bonus, the person  
9 that took Zuber's job? Would they get the bonus?  
10 A The new person.  
11 Q Right.  
12 A No. Had they -- had they transferred from -- who was the  
13 person? If they -- if they were an employee of APC's and  
14 got moved or shuffled or move or some transferred, if they  
15 were working at Kuparuk field, yes. If they weren't, if  
16 they were, say, a new hire off the street, no.  
17 Q And if they came from a different field what would happen  
18 in regard to the bonus?  
19 A Probably would not -- no, they -- if they came from, say,  
20 BP operations, no, they would not get it.  
21 Q Okay. Do employees get bonuses at other fields?  
22 A Some, yes, some don't. Some, no, depending upon --  
23 there's been an A to Z criteria out there.  
24 Q So if an APC employee came from another field where there  
25 was a bonus and went to Kuparuk, would they get their

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1 bonus from the old field, as it were?  
2 A I can't think of an instance where that ever happened. So  
3 that's a -- hypothetically, didn't happen.  
4 Q All right, I hate to ask this question, but you've been  
5 talking about risk/rewards, is that some type of bonus  
6 program for the company, as it were?  
7 A It's a -- it's a -- we don't do it any longer, but there  
8 was a period of time where we -- where the client  
9 challenged us, we challenged the client around hard-dollar  
10 projects. We said we can do this project for X dollars if  
11 we can do X schedule. If we can perform better than that  
12 criteria, they would share some of their reward or profits  
13 with us, the savings, if you will. If we went beyond  
14 that, we were at risk, we would have to pay them back.  
15 Q Okay, so it was kind of a fixed price bid on a job type of  
16 situation?  
17 A Yeah, fixed price element, right.  
18 MR. COVELL: All right, let me go off the record for just  
19 a minute and I think we're about done, I just want to talk to my  
20 client for a minute.  
21 (OFF THE RECORD)  
22 (ON THE RECORD)  
23 MR. COVELL: Just a few more questions here.  
24 REPORTER: On record.  
25 A Make them easy.

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1 Q All right, Kuparuk is an oil -- or, a production oilfield,  
2 right?  
3 A Yes.  
4 Q Okay, and the management for APC is here in Anchorage,  
5 right? All right, let me rephrase that. The corporate  
6 headquarters for APC is -- APC and its successors are and  
7 have been here in Anchorage?  
8 A Yes.  
9 Q All right. What would happen to production at Kuparuk if  
10 the safety specialists were not doing their job? In other  
11 words, if there were no safety specialists working?  
12 A What -- what could happen to the production?  
13 Q Right.  
14 A Or what would happen?  
15 Q What would happen to production, say, if you had no safety  
16 specialists?  
17 A Well, by and large, let's say you -- let's say everybody  
18 left Kuparuk, right? Hypothetically the production  
19 facility would sit there and go choo-choo, choo-choo,  
20 choo-choo, choo-choo, and continue to produce  
21 indefinitely, right? Hypothetically.  
22 Q Okay, if that's -- that's your answer, I'm not here to  
23 agree.....  
24 A Yeah.  
25 Q ....or disagree.



1 A Yeah, yeah. So if -- so if you remove safety specialists  
 2 out of the picture, or you remove operations manager or  
 3 you remove operator, for that fact, hypothetically things  
 4 would go on until there's an upset, until there's a  
 5 problem, until there's -- something gets out of the  
 6 process to where you have to have controls, judgment,  
 7 people there to say, there's an upset and so we need to  
 8 make a correction or a change or on-going maintenance.  
 9 Q Keep going until Murphy's law came into effect?  
 10 A Right. Or corrosion takes control.  
 11 Q So you need people to keep the field running, right?  
 12 A Yes.  
 13 Q Okay, and is it correct that safety specialists are  
 14 integral to keeping the field running?  
 15 A Well, it depends on how you view -- view the field. You  
 16 know, you -- does a safety specialist ever get dirty,  
 17 let's say, moving a -- opening or closing a valve, pushing  
 18 -- opening a button? No. So from a day to day operations  
 19 standpoint, if all the safety specialists vaporized, it's  
 20 not -- you're not going to -- a valve isn't going to not  
 21 get opened, let's say, or a valve is all of a sudden going  
 22 to get closed.  
 23 Q Well, safety specialists do get dirty going in and out of  
 24 tanks and things of that nature, don't they?  
 25 A They do? Well, okay, they could. Not -- not -- day in,

1 day out, they don't really get dirty. They're there to  
 2 watch, they're there to sign off -- I mean, signing a  
 3 permit, the minute or two task, is not a dirty process.  
 4 Sniffing a tank, you may be in an area where people are  
 5 getting dirty, but a safety specialist doesn't get down,  
 6 let's say, on his hands and knees and change out a valve,  
 7 let's say. So they're not going to get dirty. Could they  
 8 brush up against something walking down the hallway? Yes.  
 9 Would -- could they get in the tank and inspect? Sure, I  
 10 would hope so. Could they brush up against the clothes or  
 11 something? Sure. Could they get it that way? Yes.  
 12 Q All right. In doing the job as safety specialist, earlier  
 13 we spoke of safety policies, would it be more correct to  
 14 say that safety specialists work with safety procedures  
 15 than policies? And let me withdraw that and give you  
 16 another question first. Are there safety procedures that  
 17 are used at Kuparuk?  
 18 A Yes.  
 19 Q All right, do you discern that there's -- and are there  
 20 safety policies within APC and within the field of Kuparuk  
 21 as well?  
 22 A Yes.  
 23 Q All right, what do you discern the difference between the  
 24 two to be, if any?  
 25 A I was hoping you wouldn't ask me that question.

1 Q Okay.  
 2 A You know, that's a tough question sometimes, because  
 3 policy is -- I don't have a -- I don't know if I have a  
 4 Webster's dictionary technical distinction between a  
 5 policy and a procedure. Policy really is thou shall not  
 6 something. Procedure is you will perform this work by  
 7 following steps A through Z.  
 8 Q Okay, my impression, for what it's worth, perhaps, is that  
 9 a policy tends to be a more broad-based kind of edict or  
 10 direction, whereas a procedure tends to be specific to a  
 11 certain process or action.  
 12 A Sure, but a procedure can be laced with policy, if you  
 13 will.  
 14 Q Sure. But I guess -- okay. Well, as far as doing a  
 15 confined space entry, the regulations that control that  
 16 would tend to be specific to that particular process,  
 17 right? In other words, a policy might be no one gets  
 18 hurt, that's our policy. Would you classify that as a  
 19 policy? In other words, call that as a slogan....  
 20 A I think that's a feel good statement.  
 21 Q Okay, all right. What about safety is of the first  
 22 importance in the discharge of duty, would you call that a  
 23 policy?  
 24 A Okay, sure. It's a step, that's just a thought process.  
 25 Q Okay. In doing the day to day tasks would a safety

1 specialist be using procedures to insure that work is  
 2 being done safely?  
 3 A I -- I don't know. I don't know how much the specialists  
 4 refer to the procedure per se.  
 5 Q Okay. In regard to the questions we had about you  
 6 speaking with Mr. Cannon about the exempt status of safety  
 7 specialists, do you ever recollect having conversations  
 8 with either Mr. Cannon and/or Mr. Les Williams about Mr.  
 9 Zuber complaining that he wasn't being paid for night-time  
 10 work, call-out work and things of that nature?  
 11 A Not -- not that I recall.  
 12 Q Could it be that Mr. Cannon or Mr. Williams came to you  
 13 with those issues and you don't recollect it?  
 14 A It could have been, I don't -- I don't recall. I don't  
 15 recall a specific conversation.  
 16 Q Okay, and there's another....  
 17 A I -- and around -- what would you say, around night call-  
 18 outs?  
 19 Q Around working in excess of, say, a 6:00 to 6:00 -- 6:00  
 20 a.m. to 6:00 p.m. shift, so having to go out and do hot  
 21 work permit at night or other jobs. Being called out at  
 22 night and working into and sometimes through the night.  
 23 A Okay, no, really our policy is around -- ideally we want  
 24 people to work 6:00 to 6:00, safety specialists alike.  
 25 And if they -- if there were a call-out, something of that



1 effect, in the evening, we would give the latitude, the  
 2 judgment, discretion, to the safety specialist to either,  
 3 A, sleep in, go back and take a nap, you know, take a  
 4 longer -- I mean, whatever, knock off early the next day.  
 5 There's -- there's nobody -- similar to you showing me did  
 6 Ron Zuber work 13 hours on day X. I -- I don't know  
 7 because he didn't have a supervisor standing over him  
 8 saying you be here at 6:00 and you leave at 6:00. And I  
 9 don't know where Zuber was. I mean, to me, I'd see him in  
 10 front of the doughnut case and in the camp and, you know,  
 11 these -- his supervisor didn't dog him in that sense of  
 12 day to day.  
 13 Q Are you aware of Zuber ever sleeping in or going back to  
 14 take a nap or things of that nature after he ended up  
 15 doing night work, as it were?  
 16 A No, but I don't know where Zuber was day -- you know,  
 17 unless I see him in the office. I -- I wouldn't be made  
 18 aware of it.  
 19 Q Okay. This one's a shot in the dark here. Mr. Zuber  
 20 represents that he had to do some SIM training and he was  
 21 supposed to do it in a certain manner and that he'd  
 22 executed an agreement with the people that trained him,  
 23 that Les Williams told him to go ahead and do the SIM  
 24 training the way Les Williams told him to do it, which Mr.  
 25 Zuber did, he followed his direct order, and that an ARCO,

1 I believe, safety person named Vicki found out about this  
 2 and was upset about it. Know anything about an incident  
 3 of that nature?  
 4 A Say the -- tell me the incident again? That Les -- Les  
 5 Williams is the -- was the safety supervisor we had for a  
 6 while, former -- Ron could help me -- but former OSHA,  
 7 that we fired or something, right? It was a short period  
 8 of time.  
 9 Q It's my understanding he was a safety supervisor.  
 10 A Yeah, we term -- okay. I -- yeah, okay, and the  
 11 conversation you're trying to relate me to was between Ron  
 12 and Les about....  
 13 Q Les told Ron to go give a SIM training, Ron perceived that  
 14 to be not comporting with the way it was supposed to be  
 15 done, Mr. Williams -- Les Williams said go do it anyway,  
 16 which Ron did.  
 17 A Go do it like what? What do you mean?  
 18 Q Evidently there's a way to do it that you're instructed to  
 19 do it, and he was -- I think it was too big a group,  
 20 essentially. It was to a group of 50 or something. And  
 21 something -- is this anything that ever came to your  
 22 attention, to your recollection?  
 23 A If Ron said he brought it to my attention, I wouldn't deny  
 24 it. I don't recall. I don't recall that, no.  
 25 MR. COVELL: That's all I have. That's all I have.

1 MR. YOUNGMUN: No questions.  
 2 REPORTER: Off record.  
 3 (OFF THE RECORD)  
 4 END OF PROCEEDINGS  
 5 \* \* \* \* \*

C E R T I F I C A T E

1 UNITED STATES OF AMERICA )  
 2 ) ss.  
 3 )  
 4 DISTRICT OF ALASKA )  
 5 SUPERIOR COURT )  
 6 ) ss.  
 7 STATE OF ALASKA )  
 8 I, Teresa E. Mielke, Notary Public in and for the State of  
 9 Alaska, residing at Anchorage, Alaska, and Electronic Reporter  
 10 for Gemini Reporting Services, do hereby certify:  
 11 THAT the annexed and foregoing deposition of Mark C. Nelson  
 12 was taken before me on the 26th day of August, 2003, beginning  
 13 at the hour of 1:50 p.m., at the offices of Gemini Reporting  
 14 Services, 943 West Sixth Avenue, Suite 110, Anchorage, Alaska,  
 15 pursuant to Notice to take the deposition of said witness on  
 16 behalf of the Plaintiff;  
 17 THAT the above-named witness, before examination, was duly  
 18 sworn to testify to the truth, the whole truth, and nothing but  
 19 the truth;  
 20 THAT this deposition, pages 2 through 91, is a full, true  
 21 and accurate transcription of the testimony of said witness,  
 22 reported by me electronically and thereafter transcribed by me.  
 23 THAT as required by Civil Rule 30(f)(1) amended, the  
 24 original of the deposition transcript will be lodged in a sealed  
 25 envelope with the law firm requesting transcription of same,  
 26 that being the Law Offices of Kenneth Covelli;  
 27 And THAT I have been certified by the Alaska Supreme Court  
 28 prior to January 1, 1993.  
 29 I am not a relative nor employee nor attorney nor counsel  
 30 of any of the parties, nor am I financially interested in this  
 31 action.  
 32 IN WITNESS WHEREOF, I have hereunto set my hand and affixed  
 33 my seal this 26th day of August, 2003.  
 34  
 35  
 36 SEAL

C E R T I F I C A T E

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2 ) ss.

3 DISTRICT OF ALASKA )

4 SUPERIOR COURT )

5 ) ss.

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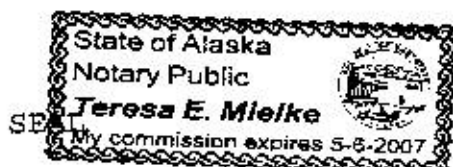
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 of any of the parties, nor am I financially interested in this  
 action.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed  
 my seal this 2nd day of August, 2003.



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